

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

APPENDIX 5
FORMS RELATING TO LISTING
FORM F
GEM
COMPANY INFORMATION SHEET

Case Number: _____

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

Company name: IWS Group Holdings Limited (國際永勝集團控股有限公司)

Stock code (ordinary shares): 8441

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on GEM of the Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 22 October 2019

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 22 October 2019

Name of Sponsor(s): South China Capital Limited

Names of directors:
(*please distinguish the status of the directors – Executive, Non-Executive or Independent Non-Executive*)

Executive Directors
Mr. Ma Ah Muk (馬亞木)
Mr. Ma Kiu Sang (馬僑生)
Mr. Ma Kiu Mo (馬僑武)
Mr. Ma Kiu Man, Vince (馬僑文)
Mr. Ma Yung King, Leo (馬雍景)

Independent Non-executive Directors
Dr. Ng Ka Sing, David (吳家聲)
Ms. Chang Wai Ha (鄭惠霞)
Mr. Yau Siu Yeung (游紹揚)

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| Name(s) of substantial shareholder(s): (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company | Name | Number of shares of the Company ("Shares") held | Approximate percentage of shareholding in the Company |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------------|
| | Mr. Ma Ah Muk (interest under section 317 ("Section 317") of the Securities and Futures Ordinance ("SFO")) ⁽¹⁾ | 600,000,000 | 75.0% |
| | Ms. Cheng Pak Chin (interest of spouse) | 600,000,000 | 75.0% |
| | Mr. Ma Kiu Sang ("Mr. KS Ma") (interest in controlled corporations; interest under Section 317) ^(2 & 3) | 600,000,000 | 75.0% |
| | Ms. Chow Yick Tung (interest of spouse) | 600,000,000 | 75.0% |
| | Morewood Asset Holdings Limited (森業資產控股有限公司) ("Morewood") (interest in a controlled corporation) | 600,000,000 | 75.0% |
| | Mr. Ma Kiu Mo ("Mr. KM Ma") (interest in controlled corporations; interest under Section 317) ^(2 & 4) | 600,000,000 | 75.0% |
| | Ms. Choi Lai Form (interest of spouse) | 600,000,000 | 75.0% |
| | Mandarin Asset Holdings Limited (文華資產控股有限公 司) ("Mandarin") (interest in a controlled corporation) | 600,000,000 | 75.0% |
| | Mr. Ma Kiu Man, Vince ("Mr. Vince Ma") (interest in controlled corporations; interest under Section 317) ^(2 & 5) | 600,000,000 | 75.0% |
| | Ms. Ho Yin Nei (interest of spouse) | 600,000,000 | 75.0% |
| | Cambridge Investment (BVI) Limited (劍橋投資(BVI)有限公 司) ("Cambridge") (interest in controlled corporation) | 600,000,000 | 75.0% |
| | IWS Group Holdings Limited ("IWS BVI") (beneficial owner) | 600,000,000 | 75.0% |

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Note 1: Pursuant to a deed of confirmation dated 28 May 2018 executed by Mr. Ma Ah Muk, Mr. KS Ma, Mr. KM Ma and Mr. Vince Ma, whereby they confirmed, among others, the existence of their acting in concert arrangement (the "Deed of AIC Confirmation"), Mr. Ma Ah Muk is deemed to be interested in all the Shares held by Mr. KS Ma, Mr. KM Ma and Mr. Vince Ma, through Morewood, Mandarin and Cambridge, respectively, by virtue of Section 317.

Note 2: Mr. Ma Ah Muk, Mr. KS Ma, Mr. KM Ma and Mr. Vince Ma are persons acting in concert pursuant to the Deed of AIC Confirmation and accordingly each of them is deemed to be interested in all the Shares held by the others through their respective shareholding interests in Morewood, Mandarin, Cambridge and in turn holding IWS BVI by virtue of Section 317.

Note 3: IWS BVI is owned as to 33.3% by Morewood, a company wholly and beneficially owned by Mr. KS Ma; therefore, each of Morewood and Mr. KS Ma is deemed to be interested in all the Shares held by IWS BVI pursuant to the SFO.

Note 4: IWS BVI is owned as to 33.3% by Mandarin, a company wholly and beneficially owned by Mr. KM Ma; therefore, each of Mandarin and Mr. KM Ma is deemed to be interested in all the Shares held by IWS BVI pursuant to the SFO.

Note 5: IWS BVI is owned as to 33.3% by Cambridge, a company wholly and beneficially owned by Mr. Vince Ma; therefore, each of Cambridge and Mr. Vince Ma is deemed to be interested in all the Shares held by IWS BVI pursuant to the SFO.

| | |
|---------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company: | N/A |
| Financial year end date: | 31 March |
| Registered address: | Cricket Square, Hutchins Drive PO Box 2681, Grand Cayman KY1-1111 Cayman Islands |
| Head office and principal place of business: | 1/F, Hang Seng Castle Peak Road Building 339 Castle Peak Road Cheung Sha Wan, Kowloon Hong Kong |
| Web-site address (if applicable): | http://www.iws.com.hk/ |
| Share registrar: | Cayman Islands Principal Share Registrar and Transfer Agent Conyers Trust Company (Cayman) Limited Cricket Square Hutchins Drive PO Box 2681, Grand Cayman KY1-1111 Cayman Islands Hong Kong Branch Share Registrar Tricor Investor Services Limited Level 54 Hopewell Centre 183 Queen's Road East Hong Kong |
| Auditors: | Deloitte Touche Tohmatsu |

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B. Business activities*(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)*

The Group is an established facility services provider specialised in providing security services and with a growing focus in facility management services across public and private sectors in Hong Kong.

C. Ordinary shares

Number of ordinary shares in issue: 800,000,000

Par value of ordinary shares in issue: HK\$0.01

Board lot size (in number of shares): 10,000

Name of other stock exchange(s) on which ordinary shares are also listed: N/A

D. Warrants

Stock code: N/A

Board lot size: N/A

Expiry date: N/A

Exercise price: N/A

Conversion ratio:
(Not applicable if the warrant is denominated in dollar value of conversion right) N/A

No. of warrants outstanding: N/A

No. of shares falling to be issued upon the exercise of outstanding warrants: N/A

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E. Other securities

Details of any other securities in issue.

*(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).**(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed).*

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (“the Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Ma Ah Muk (馬亞木)
(Executive Director)

Ma Kiu Sang (馬僑生)
(Executive Director)

Ma Kiu Mo (馬僑武)
(Executive Director)

Ma Kiu Man Vince (馬僑文)
(Executive Director)

Ma Yung King Leo (馬雍景)
(Executive Director)

Ng Ka Sing David (吳家聲)
(Independent Non-Executive Director)

Chang Wai Ha (鄭惠霞)
(Independent Non-Executive Director)

Yau Siu Yeung (游紹揚)
(Independent Non-Executive Director)

NOTES

- (1) This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.
- (2) Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.
- (3) Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.